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Counsel for Affinion Loyalty Group, Inc.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re: : Chapter 11 Case No.
: :
GENERAL MOTORS CORP., *et al.* : 09-50026 (REG)
: :
: (Jointly Administered)
Debtors :
: : Related Docket Nos. 92 and 274
-----x

**WITHDRAWAL OF OBJECTION OF AFFINION LOYALTY GROUP, INC. TO
NOTICE OF (I) DEBTORS' INTENT TO ASSUME AND ASSIGN CERTAIN
EXECUTORY CONTRACTS, UNEXPIRED LEASES OF PERSONAL
PROPERTY, AND UNEXPIRED LEASES OF NONRESIDENTIAL
REAL PROPERTY AND (II) CURE AMOUNTS RELATED THERETO**

Affinion Loyalty Group, Inc. ("Affinion"), by and through its undersigned counsel, hereby Withdraws its Objection and Reservation of Rights to Notice of (I) Debtors' Intent to Assume and Assign certain Executory Contracts, Unexpired Leases of Personal Property, and Unexpired Leases of Nonresidential Real Property And (II) Cure Amounts Related Thereto [Docket No. 837] (the "Objection") based upon the updated Proposed Cure Amount¹ listed in regard to the Affinion Contract on the Website² as of June 29, 2009, and the commitment of GM and/or Vehicle Acquisition Holdings to pay all charges which accrue up to and through the time of assignment of the Affinion.

¹ The Proposed Cure Amount listed on the Website on June 29, 2009, was \$2,038,227.00.

² Capitalized terms used but not defined herein have the definition ascribed to such terms in the Objection.

Dated: July 1, 2009
New York, NY

AFFINION LOYALTY GROUP, INC.

S/ Shawn R. Fox

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